

Special Meeting of the Membership Silver Cup Estates HOA August 7th, 2008

CALL TO ORDER:

At 7:35 PM the meeting was called to order. The board members present were:

Andy Acres	- President
Carl Buss	- Vice President
Michelle Heflin	- Treasurer
Rich Holland	- Secretary
Pete Cloutier	- Member at Large

Explanation of Necessity for Special Meeting: The meeting was called by at least 17 members of the Silver Cup Estates HOA which comprises at least ¼ of the members entitled to vote for the purpose of amending 3 of the Association By-Laws.

Verify Quorum: IAW Section 4, Article V of the Silver Cup Estates By-Laws, at least one-third of the HOA Members entitled to vote (19) constitutes a quorum to conduct business by being present in person or by proxy. There were 20 homeowners present in person and 7 by proxy for a total of 27. The quorum was met. In Accordance With Article XVI Section 1, of the Silver Cup Estates By-Laws a vote of 2/3 of the quorum of Members present in person or by proxy is required for the amendment to pass. At this meeting a total of at least 18 yes votes were required for an amendment to pass.

The following lots were represented in person including the BoD: 3, 4, 5, 7, 8, 10, 11, 13, 15, 17, 25, 27, 32, 44, 45, 47, 48, 53, 54, and 55. Proxies representing lots 2, 16, 19, 24, 42, 49, and 50 were turned in and filed by A.R.M.I.

By-Laws To Be Amended: The President of the board called the following amendments to the floor for discussion. After the discussion was concluded, a vote was called. The results of each Amendment are indicated below:

I. Article 5, Meeting of Members, Section 2, Special Meeting:

Amended by adding the following sentence, "Such Special Meetings shall be held within 45 days from the submission of the request to the office of the managing agent of the association."

The question was called: There being no votes of opposition, the requested amendment passed unanimously.

II. Article VI, Board of Directors: Selection: Term of Office, Section 1., Number, is hereby deleted and the following is substituted thereof:

The affairs of this Association shall be managed by a Board of Directors of three (3) to nine (9) Directors, who must be resident members of this Association.

The question was called: There being no votes of opposition, the requested amendment passed unanimously.

III. Article X, Officers and Their Duties, Section 4, Special Appointments,:

1. Amend the title of the section to “Limited Term Appointments”
2. Add the following sentence: “The Board members shall be elected for a limited-term assignment, need not be members of this Association, will have no voting rights, and their terms of assignment will be for a period not to exceed three (3) months.

Discussion:

- 1 The Secretary of the Association asked the authors of the requested change what the intent of the change was as it seemed that a limited term appointment of three months ties the hands of the Board and the Appointee if the action for which appointed was incomplete.
- 2 After some discussion among the members present, all agreed that the requested amendment pertaining to the three month term be changed to: “The Board members shall be elected for a limited-term assignment for a specific assignment, need not be members of this Association, will have no voting rights, and their terms of assignment will end upon completion of said assignment”
- 3 The question was called to amend the requested amendment to that which was agreed upon in the discussion. There being no votes of opposition, the requested amendment passed unanimously.

At this time, the question was called to vote on the amendment as amended: There being no votes of opposition, the requested amendment passed unanimously.

There being no more business, the president adjourned the meeting at 7:50 P.M and the regular scheduled Board meeting was called.